

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

June 17, 1999

RECORDATION NO. **21769-A**

FILED

JUN 21 '99

11-00AM

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of the Full Maintenance Lease Agreement dated as of July 18, 1998 by Helm Financial Corporation ("**Lease Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Lease Termination.

In connection with the recording of the Lease Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

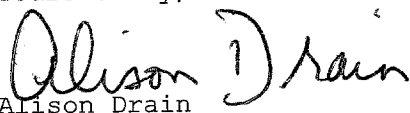
Name and Address of Lessee: ASARCO, Incorporated
180 Maiden Lane, 25th Floor
New York, NY 10038

Equipment: One hundred twenty (120) railcars as more fully described in Schedule A to the Lease Termination attached hereto.

Previous STB Filing: Memorandum of Full Maintenance Lease Agreement filed on November 3, 1998 at 1:38 pm under Recordation No. **21769**.

Please file this Lease Termination as a supplementary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,


Alison Drain
Document Administrator

/ad
Enclosures (2)

RECORDATION NO. **21769-A**

FILED

TERMINATION OF LEASE

JUN 21 '99

11-00AM

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of June 17, 1999 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Full Maintenance Lease Agreement dated as of July 18, 1998 ("Lease") with ASARCO Incorporated, a New Jersey corporation, with respect to the one hundred twenty (120) railcars more fully described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation No. 21769 filed on November 3, 1998 at 1:38 p.m.

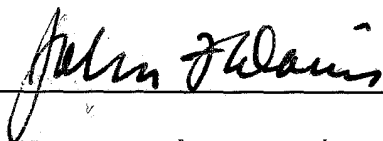
The Lease was terminated on May 31, 1999. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

a) By: _____



Print Name: John F. Dains

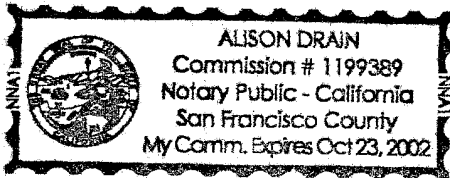
Title: Senior Vice President & CFO

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On June 17th, 1999, before me, Alison Drain
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer of HELM FINANCIAL CORPORATION,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)
whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same in his/her/their
authorized capacity(ies), and that by his/her/their signature(s) on
the instrument the person(s), or the entity upon behalf of which the
person(s) acted, executed the instrument.



Witness my hand and official seal.

Alison Drain
SIGNATURE OF THE NOTARY

SCHEDULE A

Equipment Description: One hundred twenty (120), 3,800 c.f.c., rapid discharge, open top hoppers built by Ortner in 1975, 1981, and 1984.

GROUP A UNITS:

1	HLMX	75088
2	HLMX	75089
3	HLMX	75136
4	HLMX	80020
5	HLMX	81034
6	HLMX	81042
7	HLMX	81060
8	HLMX	81057
9	HLMX	81066
10	HLMX	197932

GROUP B UNITS:

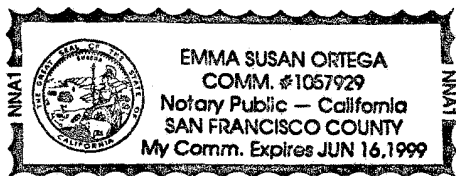
1	HLMX	663	26	HLMX	75047	51	HLMX	75095	76	HLMX	75134	101	84106
2	HLMX	75003	27	HLMX	75049	52	HLMX	75096	77	HLMX	75135	102	84120
3	HLMX	75005	28	HLMX	75050	53	HLMX	75097	78	HLMX	75138	103	84145
4	HLMX	75006	29	HLMX	75051	54	HLMX	75098	79	HLMX	75139	104	197805
5	HLMX	75007	30	HLMX	75052	55	HLMX	75099	80	HLMX	75141	105	197815
6	HLMX	75009	31	HLMX	75055	56	HLMX	75101	81	HLMX	75142	106	197861
7	HLMX	75010	32	HLMX	75056	57	HLMX	75103	82	HLMX	75145	107	197863
8	HLMX	75012	33	HLMX	75058	58	HLMX	75104	83	HLMX	75146	108	197865
9	HLMX	75013	34	HLMX	75059	59	HLMX	75105	84	HLMX	75148	109	197896
10	HLMX	75016	35	HLMX	75060	60	HLMX	75107	85	HLMX	75150	110	197950
11	HLMX	75018	36	HLMX	75061	61	HLMX	75109	86	HLMX	78048		
12	HLMX	75021	37	HLMX	75065	62	HLMX	75111	87	HLMX	78108		
13	HLMX	75023	38	HLMX	75067	63	HLMX	75115	88	HLMX	78207		
14	HLMX	75024	39	HLMX	75068	64	HLMX	75116	89	HLMX	80396		
15	HLMX	75025	40	HLMX	75070	65	HLMX	75117	90	HLMX	81013		
16	HLMX	75026	41	HLMX	75073	66	HLMX	75118	91	HLMX	81026		
17	HLMX	75030	42	HLMX	75074	67	HLMX	75119	92	HLMX	81027		
18	HLMX	75032	43	HLMX	75077	68	HLMX	75120	93	HLMX	81037		
19	HLMX	75034	44	HLMX	75078	69	HLMX	75121	94	HLMX	81062		
20	HLMX	75035	45	HLMX	75079	70	HLMX	75122	95	HLMX	81076		
21	HLMX	75039	46	HLMX	75080	71	HLMX	75123	96	HLMX	81078		
22	HLMX	75040	47	HLMX	75081	72	HLMX	75126	97	HLMX	81080		
23	HLMX	75041	48	HLMX	75083	73	HLMX	75129	98	HLMX	84003		
24	HLMX	75042	49	HLMX	75085	74	HLMX	75130	99	HLMX	84021		
25	HLMX	75045	50	HLMX	75091	75	HLMX	75131	100	HLMX	84083		

STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On October 5, 1998, before me, Emma S. Ortega, personally
appeared Richard C. Kirchner, President of HELM FINANCIAL CORPORATION,

☒ personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)
whose name(s) is/are subscribed to the within instrument and acknowledged
to me that he/she/they executed the same in his/her/their authorized
capacity(ies), and that by his/her/their signature(s) on the instrument
the person(s), or the entity upon behalf of which the person(s) acted,
executed the instrument.



Witness my hand and official seal.

Emma Susan Ortega
SIGNATURE OF THE NOTARY

[Notarial Seal]

STATE OF New York)
) S.S.
COUNTY OF New York)

On September 29th, 1998, before me, Doris A. Reischach, personally
appeared David C. Brotherton, Dir. Nat. Trans., of ASARCO Incorporated

☒ personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)
whose name(s) is/are subscribed to the within instrument and acknowledged
to me that he/she/they executed the same in his/her/their authorized
capacity(ies), and that by his/her/their signature(s) on the instrument
the person(s), or the entity upon behalf of which the person(s) acted,
executed the instrument.

Witness my hand and official seal.

Doris A. Reischach
SIGNATURE OF THE NOTARY



DORIS A. REISCHACH
Notary Public, State of New York
No. 01RES027311
Qualified in New York County
Commission Expires May 9, 2000

CM